

Electronically Recorded

Official Public Records

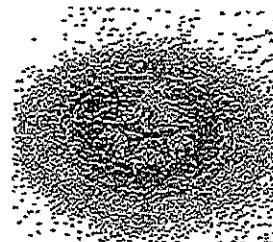
Mary Louise Garcia
Mary Louise Garcia

Tarrant County Texas

2/11/2011 12:52 PM

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PGS 4 \$28.00
Submitter: ACS



**DALE PROPERTY SERVICES, LLC
ATTN: RECORDING TEAM
500 TAYOLR ST. STE 600
FORT WORTH, TEXAS 76102**

Submitter: DALE PROPERTY SERVICES, LLC

**MARY LOUISE GARCIA
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401**

DO NOT DESTROY

WARNING – THIS IS PART OF THE OFFICIAL RECORD

**ELECTRONICALLY RECORDED
BY ACS ERXCHANGE**

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTERST IN REAL PROPERTY BEFORE IT IS FILED OF RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

Electronically Recorded
Chesapeake Operating, Inc.

AMENDMENT AND EXTENSION TO OIL, GAS AND MINERAL LEASE

STATE OF TEXAS § **KNOW ALL MEN BY THESE PRESENTS:**
COUNTY OF TARRANT §

WHEREAS, South Fort Worth Sports Fields, L.P., whose address is 6300 Rglea Place, Suite 1119, Fort Worth, Texas, 76116 ("Lessor"), executed that certain Oil, Gas and Mineral Lease dated May 29, 2007, (the "Lease), unto Dale Property Services, LLC, which Lease is recorded as Document No. D207203133 of the Official Public Records of Tarrant County, Texas, covering the following described lands ("the Lands"):

2.508 acres of land, more or less, being Lot 2, Block 3, of the Kimbell Industrial Addition, an addition to the City of Fort Worth, thereof recorded in Volume 388-67, Page 13, of the Plat records of Tarrant County, Texas.

WHEREAS, the Lease was assigned to Chesapeake Exploration Limited Partnership by Conveyance recorded as Document No. D207376398 of the Official Public Records of Tarrant County, Texas; and,

WHEREAS, Chesapeake Exploration, L.L.C. ("CHK"), an Oklahoma limited liability company, is the successor in interest to Chesapeake Exploration Limited Partnership; and,

WHEREAS, Chesapeake Exploration, L.L.C. partially assigned the Lease to TOTAL E&P USA, INC. ("Total") by Assignment, Bill of Sale and Conveyance recorded as Document No. D210019134 of the Official Public Records of Tarrant County, Texas; and,

WHEREAS, CHK and Total are collectively referred to herein as "Lessee"; and,

WHEREAS, Lessor conveyed the Lands to Big Tex Stone, L.L.C., a Texas Limited Liability Company, ("Current Lessor") whose address is 5820 Old Hemphill Road, Fort Worth, Texas, 76134-1406, by Warranty Deed with Vendor's Lien recorded as Document No. D210003880 of the Official Public Records of Tarrant County, Texas; and

WHEREAS, Current Lessor and Lessee now desire to amend the primary term of the Lease as set forth in Paragraph 2;

NOW, THEREFORE, for good and valuable consideration in hand paid to Current Lessor by Lessee, the receipt and sufficiency of which is hereby acknowledged, Current Lessor and Lessee do hereby amend the Lease as follows:

Paragraph 2 of the Lease is deleted and replaced by the following:

"2. This is a paid up lease and subject to the other provisions herein contained, this lease shall be for a term of Four (4) years from this date (called "primary term") and as long thereafter as oil, gas or other mineral is produced from said land or land with which said land is pooled hereunder".

TX0074124-000

It is understood and agreed by all parties hereto that in all other respects, the Lease and the prior provisions thereto, shall remain in full force and effect and each of the undersigned does hereby ratify and confirm the Lease as hereby amended, and Current Lessor does hereby lease, let and demise to Lessee the lands covered by the Lease, pursuant to the terms and provisions of the Lease, as hereby amended.

The terms and provisions hereof shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

This instrument may be executed in counterparts and each of which as so executed shall be given the effect of the execution of the original instrument. If the counterparts of this instrument are executed, the signatures and acknowledgments of the parties, as affixed hereto, may be combined in, and treated and given effect for all purposes as a single instrument.

IN WITNESS WHEREOF, this instrument is dated and made effective for all purposes as of the 29th day of May, 2007 ("the Effective Date"), irrespective of the date the same was executed and acknowledged by the parties hereto.

CURRENT LESSOR:

Big Tex Stone, L.L.C., A Texas Limited Liability Company

Mike A. Hillman

Printed Name: Mike Hillman

Title: President

LESSEE:

CHESAPEAKE EXPLORATION, L.L.C.
an Oklahoma limited liability company

By: _____

Henry J. Hood
Senior Vice President – Land and Legal
& General Counsel

*JHS
AMH
JMH*

TOTAL E&P USA, INC., a Delaware corporation

By: _____

Jean-Michel Lavergne
President and Chief Executive Officer

*JML
W*

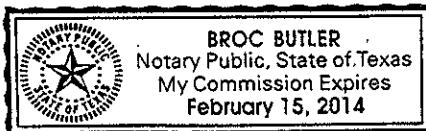
ACKNOWLEDGMENTS

STATE OF TEXAS

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COUNTY OF TARRANT

This instrument was acknowledged before me on the 11 day of
May, 2010, by Mark K. Karran as President of
 Big Tex Stone, L.L.C., A Texas Limited Liability Company.



(Stamp/Printed Name of Notary
 and Date Commission Expires)

Notary Public, State of Texas

Broc Butler

Printed Name

STATE OF OKLAHOMA

§
§
§

COUNTY OF OKLAHOMA

This instrument was acknowledged before me on the 10th day of
September, 2010, by Henry J. Hood, Senior Vice President – Land and Legal
 & General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma limited liability
 company, on behalf of said company.



(Stamp/Printed Name of Notary
 and Date Commission Expires)

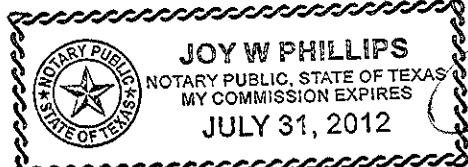
Notary Public, State of Oklahoma

Jason R. Lowrey

Printed Name

STATE OF TEXAS)
)
 COUNTY OF HARRIS)

The foregoing instrument was acknowledged before me this 12th day of
October, 2010, by Jean-Michel Lavergne, President and Chief Executive Officer
 of TOTAL E&P USA, INC., a Delaware corporation, as the act and deed and
 behalf of such corporation.



Notary Public in and for the State of Texas